

B6A (Official Form 6A) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE A - REAL PROPERTY**

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
<p>97.5 acres League City, TX Tract 1: 20.733 acre tract of land, League City, Galveston Co., TX, Stephen F. Austin Survey, Abstract #3 of Galveston Co.</p> <p>Tract 2: 74.738 acre tract of land, League City, Galveston Co., Stephen F. Austin Survey, Abstract # 3 of Galveston Co.</p> <p>Save and except 7.9475 acres, Stephen F. Austin Survey, Abstract #3, Galveston Co., TX, said tract of land being out of 44.2763 acres of land conveyed to Sonrisa Realty Partners, Ltd, GCCF #2006007465</p> <p>87.5 of the acres are contiguous; the remaining 10 acre tract is located adjacent to approximately 22.97 acres owned by Sonrisa Properties, Ltd.</p> <p>Tract 3: Lot 11-C in a Partition of Lot 11 in Subdivision "B" of Cleark Creek, in Galveston Co., TX</p> <p>Tract 4: 10,000 acre tract of land, League City, TX, Galveston Co., Perry and Austin upper League, Abstract #19, Galeveston Co.</p> <p>.635 acres, League City, TX, Galveston Co., Petko Acres, Abstract #3, pg 12, lot 1</p> <p>Property is cross-collateralized with 22.97 acres owned by Sonrisa Properties, Ltd. pursuant to a deed of trust and note held by Compass Bank. The entire acreage owned by both entities forms the basis for the \$8,200,000.00 indebtedness to Compass Bank.</p>	Fee Simple		\$21,000,000.00	\$8,200,000.00

Total: \$21,000,000.00
(Report also on Summary of Schedules)

B6B (Official Form 6B) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE B - PERSONAL PROPERTY**

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Compass Bank #6387	\$0.00
		Moody National Bank #2538	\$16.05
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

B6B (Official Form 6B) (12/07) -- Cont.

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 1*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.		33.33% Interest in HSM Bay Colony, Ltd.	\$0.00
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Galveston County Management District #1 no cash flow	\$600,000.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X		

B6B (Official Form 6B) (12/07) -- Cont.

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 2*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		
25. Automobiles, trucks, trailers, and other vehicles and accessories.		2007 Yukon Denali Vin#1gkfk66817j339282 Lease GMAC expires 3/27/2010 monthly payment \$987.19	\$0.00

B6B (Official Form 6B) (12/07) -- Cont.

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.	X		
29. Machinery, fixtures, equipment, and supplies used in business.	X		
30. Inventory.	X		
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		
35. Other personal property of any kind not already listed. Itemize.	X		
<div style="text-align: right;"> 3 continuation sheets attached (Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.) </div>			Total > \$600,016.05

B6C (Official Form 6C) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(If known)**SCHEDULE C - PROPERTY CLAIMED AS EXEMPT**Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)
☐ 11 U.S.C. § 522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds
 \$136,875.

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
		\$0.00	\$0.00

B6D (Official Form 6D) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**

(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: Bay Colony CIA PO Box 219320 Houston, TX 77218		DATE INCURRED: 2007-2009 NATURE OF LIEN: Statutory COLLATERAL: Maintenance Fees REMARKS: VALUE: \$45,553.12				\$45,553.12	
ACCT #: Clear Creek ISD Tax Office PO Box 650395 Dallas, TX 75265		DATE INCURRED: 2008-2009 NATURE OF LIEN: Property Taxes COLLATERAL: 97.5 acres League City, TX REMARKS: VALUE: \$5,702.36				\$5,702.36	
ACCT #: Compass Bank PO Box 4943 Houston, TX 77210	X	DATE INCURRED: 2/15/07 NATURE OF LIEN: Deed of Trust COLLATERAL: 97.5 acres League City, TX REMARKS: 87.5 acres are contiguous; the remaining 10 acres are located adjacent to approximately 22.97 acres owned by Sonrisa Properties, Ltd. VALUE: \$21,000,000.00				\$8,200,000.00	
		Property is cross-collateralized with 22.97 acres owned by Sonrisa Properties, Ltd. pursuant to a deed of trust and note held by Compass Bank. The entire acreage owned by both entities forms the basis for the \$8,200,000.00 indebtedness to Compass Bank. VALUE: \$21,000,000.00					
Subtotal (Total of this Page) >						\$8,251,255.48	\$0.00
Total (Use only on last page) >							

2 continuation sheets attached

(Report also on Summary of Schedules.)

(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

B6D (Official Form 6D) (12/07) - Cont.

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**

(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: Dickenson ISD Galveston Co. Tax Asses PO Box 1169 Galveston, TX 77553		DATE INCURRED: 2008-2009 NATURE OF LIEN: Property Taxes COLLATERAL: Property Taxes REMARKS: VALUE: \$115,359.86				\$115,359.86	
ACCT #: Galveston County Mgmt. Dist. 1 11111 Katy Frwy., #725 Houston, TX 77079		DATE INCURRED: 2009 NATURE OF LIEN: Statutory COLLATERAL: Property Taxes REMARKS: VALUE: \$82.76				\$82.76	
ACCT #: Galveston County MUD #14 6935 Barney Rd., Ste 110 Houston, TX 77092		DATE INCURRED: 2008-2009 NATURE OF LIEN: Property Taxes COLLATERAL: 97.5 acres League City, TX REMARKS: VALUE: \$32,311.80				\$32,311.80	
ACCT #: Galveston County Tax Assessor PO Box 1169 Galveston, TX 77553		DATE INCURRED: 2008-2009 NATURE OF LIEN: Property Taxes COLLATERAL: 97.5 acres League City, TX REMARKS: VALUE: \$56,391.86				\$56,391.86	
Sheet no. 1 of 2 continuation sheets attached to Schedule of Creditors Holding Secured Claims		Subtotal (Total of this Page) >				\$204,146.28	\$0.00
		Total (Use only on last page) >					

(Report also on Summary of Schedules.)

(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

(Report also on Summary of Schedules.)	(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)
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B6E (Official Form 6E) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(If Known)**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**☒ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☐ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

☐ **Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

No continuation sheets attached

B6F (Official Form 6F) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Allen, Boone, Humphries, Robinson LLP 3200 SW Frwy., Ste 2600 Houston, TX 77027		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$30,000.00
ACCT #: Dannenbaum Engineering, Inc. 3100 W. Alabama Houston, TX 77098		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$128,000.00
ACCT #: E. John Justema, PC 8080 Park Lane, Ste 740 Dallas, TX 75231		DATE INCURRED: CONSIDERATION: Attorney Fees REMARKS:				\$30,740.50
<div style="text-align: right;">Subtotal ></div>						\$188,740.50
<div style="text-align: right;">Total ></div>						\$188,740.50

No continuation sheets attached

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

B6G (Official Form 6G) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases of contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
GMAC Automotive Financing PO Box 380901 Bloomington, MN 55438	3 Year Lease 2007 Yukon Denali Expires 3/27/2010 Contract to be ASSUMED

B6H (Official Form 6H) (12/07)

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**
(if known)**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<p>Randal M. Hall 3027 Marina Bay Drive, Ste 220 League City, TX 77573</p> <p>Sonrisa Properties, Ltd. 3027 Marina Bay Drive, Ste 220 League City, TX 77573</p>	<p>Compass Bank PO Box 4943 Houston, TX 77210</p> <p>Compass Bank PO Box 4943 Houston, TX 77210</p>

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re **Sonrisa Realty Partners, Ltd.**

Case No. **10-80026-G3-11**

(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the **Manager, Sonrisa Realty GP, LLC, its GP** of the **Partnership**
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
14 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date **01/14/2010**

Signature **/s/ Randal M. Hall**

Randal M. Hall

Manager, Sonrisa Realty GP, LLC, its GP

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

B6 Summary (Official Form 6 - Summary) (12/07)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
GALVESTON DIVISION**

In re **Sonrisa Realty Partners, Ltd.**Case No. **10-80026-G3-11**Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$21,000,000.00		
B - Personal Property	Yes	4	\$600,016.05		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	3			\$8,455,401.76
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1			\$0.00
F - Creditors Holding Unsecured Nonpriority Claims	Yes	1			\$188,740.50
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				
J - Current Expenditures of Individual Debtor(s)	No				
TOTAL		12	\$21,600,016.05	\$8,644,142.26	